

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

IN RE UNITEDHEALTH GROUP
INCORPORATED SHAREHOLDER
DERIVATIVE LITIGATION

Master File No 06-cv-1216 JMR/FLN

**SUPPLEMENTAL DECLARATION OF KARL L. CAMBRONNE
IN SUPPORT OF LEAD PLAINTIFFS' MOTION FOR AN AWARD OF
ATTORNEY FEES AND REIMBURSEMENT OF EXPENSES**

I, Karl L. Cambronne, declare as follows:

1. I am a member of the law firm of Chestnut & Cambronne, P.A. I am submitting this Supplemental Declaration in support of the Motion for Approval of Award of Attorneys' Fees and Reimbursement of Litigation Expenses. [Docket No. 387.] I am the Court-appointed Lead Counsel in this matter.

2. I verify that the factual statements made in Lead Plaintiffs' Counsel's Reply Memorandum in Support of Motion for Approval of Award of Attorneys' Fees and Reimbursement of Litigation Expenses are true and correct and are based upon my own personal knowledge.

3. I had in-person, telephonic, electronic, or written communications with the SLC or its counsel on at least the following 108 days:

10/26/06, 10/30/06, 11/3/06, 12/1/06, 12/4/06, 12/7/06, 12/14/06, 12/21/06, 1/23/07, 1/24/07, 1/29/07, 1/30/07, 1/31/07, 2/2/07, 2/14/07, 3/1/07, 3/5/07, 3/8/07, 3/9/07, 3/27/07, 3/28/07, 4/26/07, 5/16/07, 5/17/07, 5/23/07, 5/31/07, 6/4/07, 6/11/07, 6/12/07, 6/13/07, 6/14/07, 6/18/07, 6/27/07, 6/29/07, 7/3/07, 7/6/07, 7/17/07, 7/20/07, 7/23/07, 8/24/07, 8/27/07, 9/6/07, 9/7/07, 9/10/07, 9/12/07, 9/13/07, 9/14/07, 9/16/07, 9/17/07, 9/20/07, 10/1/07, 10/10/07, 10/11/07, 10/16/07, 10/17/07, 10/19/07, 10/22/07, 10/23/07, 10/26/07, 10/29/07, 11/2/07, 11/5/07, 11/6/07, 11/8/07, 11/9/07, 11/16/07, 11/19/07, 11/20/07, 11/27/07, 11/28/07, 11/29/07, 12/1/07, 12/3/07, 12/5/07, 12/6/07, 12/11/07,

12/17/07, 12/18/07, 12/27/07, 12/31/07, 1/2/08, 2/4/08, 4/14/08, 4/25/08, 5/21/08, 6/11/08, 7/9/08, 8/19/08, 8/20/08, 8/26/08, 9/5/08, 9/8/08, 9/10/08, 9/12/08, 9/23/08, 9/24/08, 10/8/08, 10/9/08, 10/21/08, 11/11/08, 11/13/08, 11/14/08, 12/8/08, 12/18/08, 12/19/08, 1/6/09, 1/29/09

4. Attached as Exhibit A is a true and correct copy a December 8, 2008 article published by the National Law Journal entitled “A nationwide sampling of law firm billing rates.”

5. Attached as Exhibit B is a true and correct copy of an August 20, 2008 letter from Peter W. Carter of Dorsey & Whitney LLP to me regarding corporate governance reforms at UnitedHealth. **[FILED UNDER SEAL.]**

6. Attached as Exhibit C is a true and correct copy of the Declaration of Thomas Swigert in Support of Defendants’ Memorandum in Opposition to Plaintiffs’ Third Motion to Compel. [Docket No. 261.]

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 9th day of February, 2009 in Minneapolis, Minnesota.

s/Karl L. Cambronne
Karl L. Cambronne